

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF ILLINOIS**

MARY DALTON and EMIL ADOLPHSON,
individually and on behalf of all others
similarly situated,

Plaintiffs,

v.

OLD SECOND BANCORP, INC., OLD
SECOND NATIONAL BANK, EMPLOYEE
BENEFITS COMMITTEE OF OLD
SECOND BANCORP, INC., J. DOUGLAS
CHEATHAM, JAMES ECCHER, WILLIAM
B. SKOGLUND, ROBERT DICOSOLA,
JEFF WEST, STEWART BEACH and DOES
1-10.

Defendants.

CASE NO. 1:11-cv-01112

Honorable Judge Milton I. Shadur

**PLAINTIFFS' UNOPPOSED MOTION FOR FINAL APPROVAL OF CLASS ACTION
SETTLEMENT, MODIFICATION OF THE CLASS DEFINITION, AND
APPROVAL OF PLAN OF ALLOCATION**

Plaintiffs Mary Dalton and Emil Adolphson ("Named Plaintiffs" or "Plaintiffs"), participants in the Old Second Bancorp, Inc. Employees' 401(k) Savings Plan and Trust (the "Plan"), respectfully jointly move this Court, pursuant to FED. R. CIV. P. 23, for an Order:

1. Granting final approval of the Settlement in this Action on the terms of the Settlement Agreement ("Settlement Agreement"), filed with the Court on February 26, 2013 (Docket No. 171-3) and final approval of the modification of the previously certified Class; and

2. Approving the proposed Plan of Allocation.

The grounds for this Unopposed Motion are set forth in the following papers filed contemporaneously herewith:

A. Plaintiffs' Memorandum of Law in Support of Unopposed Motion for Final Approval of Class Action Settlement, Modification of the Class Definition, and Approval of Plan of Allocation; and

B. Declaration of Mark K. Gyandoh in Support of Plaintiffs' Unopposed Motions for Final Approval of Class Action Settlement, Modification of the Class Definition, and Approval of Plan of Allocation and For an Award of Attorneys' Fees, Reimbursement of Expenses and Case Contribution Awards to The Named Plaintiffs and exhibits thereto.

Attached hereto is the proposed Final Approval Order and Judgment in the form agreed to by the Parties.

DATED: May 14, 2013

Respectfully submitted,

**KESSLER TOPAZ
MELTZER & CHECK, LLP**

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Class Counsel

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Liaison Class Counsel

CERTIFICATE OF SERVICE

I hereby certify that on May 14, 2013, I electronically filed the foregoing with the Clerk of the Court by using the CM/ECF system. I certify that all participants in the case are registered CM/ECF users and that service will be accomplished by the CM/ECF system.

I certify under penalty of perjury that the foregoing is true and correct.

/s/ Mark K. Gyandoh
Mark K. Gyandoh